UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ARISTA RECORDS LLC; ATLANTIC RECORDING CORPORATION; ARISTA MUSIC, fka BMG MUSIC; CAPITOL RECORDS LLC fka CAPITOL RECORDS, INC.; ELEKTRA ENTERTAINMENT GROUP INC.; INTERSCOPE RECORDS; LAFACE RECORDS LLC; MOTOWN RECORD COMPANY, L.P.; PRIORITY RECORDS LLC; SONY MUSIC ENTERTAINMENT, fka SONY BMG MUSIC ENTERTAINMENT; UMG RECORDINGS, INC.; VIRGIN RECORDS AMERICA, INC.; and WARNER BROS. RECORDS INC., Plaintiffs, v. LIME WIRE LLC; LIME GROUP LLC; MARK GORTON; and M.J.G. LIME WIRE FAMILY LIMITED PARTNERSHIP, Defendants.	06 Civ. 05936 (KMW) ECF CASE

PLAINTIFFS' NOTICE OF MOTION AND
MOTION TO FILE CONFIDENTIAL MATERIAL UNDER SEAL

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Date: January 31, 2011

NOTICE TO THE COURT, DEFENDANTS AND THEIR COUNSEL OF RECORD:

Pursuant to the Amended Protective Order entered in this action on January 6, 2011, Plaintiffs hereby move this Court to place under seal, until further order of this Court, the following documents:

- Plaintiffs' Reply in Support of Motion to Disqualify Willkie Farr & Gallagher LLP as Counsel for Defendants (unredacted, confidential version)
- Declaration of Melinda E. LeMoine in Support of Plaintiffs' Motion to Disqualify Willkie Farr & Gallagher LLP as Counsel for Defendants and Exhibits 1-3 (unredacted, confidential version)

On January 6, 2011, the Court entered an Amended Stipulation and Protective Order (the "Amended Protective Order"), concerning information produced in discovery, a copy of which is on file with the Court (Dkt. 400). The above-referenced documents contain material that has been designated by the parties as either Confidential or Confidential-Attorney's Eyes Only under the Amended Protective Order. Paragraph 15 of the Amended Protective Order requires a party submitting Confidential or Confidential-Attorney's Eyes Only material to the Court to file such material under seal to protect it from disclosure. Accordingly, Plaintiffs respectfully request that the foregoing documents be maintained under seal until further order of this Court.

Dated: January 31, 2011

Respectfully submitted

/s/ Kelly M. Klaus

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